

**UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF NEW YORK**

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In re:

Chapter 11

**DELPHI CORPORATION, *et al.*,**

Case No. 05-44481 (RDD)

**Debtors.**

(Jointly administered with  
Delphi Mechatronics Systems, Inc.,  
Case No. 05-44567)

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**NOTICE REGARDING TRANSFER OF CLAIM  
PURSUANT TO FEDERAL RULE OF BANKRUPTCY PROCEDURE 3001(e)(2)**

To: Murata Electronics North America, Inc.  
2200 Lake Park Drive  
Smyrna, GA 30080-7604  
Attention: Mr. Yoshi Nishida, Treasurer-Corporate Controller  
Fax No.: 770-319-3112  
Phone No.: 770-433-7881

Your claim, as evidenced by your proof of claim against Delphi Mechatronics Systems, Inc., a debtor and debtor-in-possession in the above-captioned case (dated July 26, 2006, and docketed as Claim No. 11052, a copy of the first page of which is attached hereto as Exhibit A), as stipulated and agreed pursuant to that certain Joint Settlement Agreement, Stipulation, and Agreed Order to Permit Setoff of Obligations between Delphi Automotive Systems, Delphi Mechatronics Systems, Inc. and Murata Electronics North America, Inc. and to Resolve Objections to and Reduce Claim Numbers 11052 and 11053 (dated July 30, 2007, and approved August 29, 2007, a copy of the first page of which is attached hereto as Exhibit B) (the "Stipulation"), consisting of (i) the allowed general unsecured claim in the amount of \$31,393.31 referenced in paragraph 7 of the Stipulation and (ii) the \$3,638.21 claim referenced in paragraph 9 of the Stipulation, has been transferred, pursuant to the terms of the Evidence of Transfer of Claim attached hereto as Exhibit C, to Merrill Lynch Credit Products, LLC (the "Transferee"), its successors and assigns, with offices located at:

Merrill Lynch Credit Products, LLC  
4 World Financial Center, 7<sup>th</sup> Floor  
New York, New York 10080  
Attention: Gary S. Cohen / Christopher Moon  
Telephone: (212) 449-4969  
Facsimile: (212) 449-0769

No action is required if you do not object to the transfer of your claim. However, **IF YOU OBJECT TO THE TRANSFER OF YOUR CLAIM, WITHIN 20 DAYS OF THE DATE OF THIS NOTICE YOU MUST FILE A WRITTEN OBJECTION WITH:**

United States Bankruptcy Court  
Southern District of New York  
One Bowling Green  
New York, New York 10004-1408

SEND A COPY OF YOUR OBJECTION TO THE TRANSFEREE.

Refer to Internal Control No. \_\_\_\_\_ in your objection.

IF YOU FILE AN OBJECTION, A HEARING WILL BE SCHEDULED.

IF YOUR OBJECTION IS NOT TIMELY FILED, THE TRANSFEREE WILL BE  
SUBSTITUTED ON OUR RECORDS AS THE CLAIMANT.

\_\_\_\_\_  
Clerk of the Court

FOR CLERK'S OFFICE USE ONLY:

This notice was mailed to the first named party, by first class mail, postage prepaid on  
\_\_\_\_\_, 2007.

INTERNAL CONTROL NO. \_\_\_\_\_

Copy to Transferee: \_\_\_\_\_

Claims Agent Noticed: \_\_\_\_\_

\_\_\_\_\_  
Deputy Clerk

**EXHIBIT A**

**Proof of Claim**

UNITED STATES BANKRUPTCY COURT <u>Southern</u> DISTRICT OF <u>New York</u>		<b>PROOF OF CLAIM</b>
Name of Debtor <b>Delphi Mechatronic Systems, Inc.</b>		Case Number <b>05-44567</b>
NOTE: This form should not be used to make a claim for an administrative expense arising after the commencement of the case. A "request" for payment of an administrative expense may be filed pursuant to 11 U.S.C. § 503.		
Name of Creditor (The person or other entity to whom the debtor owes money or property): <b>Murata Electronics North America, Inc.</b>		<input type="checkbox"/> Check box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars. <input type="checkbox"/> Check box if you have never received any notices from the bankruptcy court in this case. <input checked="" type="checkbox"/> Check box if the address differs from the address on the envelope sent to you by the court.
Name and address where notices should be sent: <b>2200 Lake Park Drive Smyrna, Georgia 30080-7604 Attn: Treasurer/Controller</b>		
Telephone number: <b>770-436-1300</b>		
Account or other number by which creditor identifies debtor: <b>8696</b>		THIS SPACE IS FOR COURT USE ONLY
Check here <input type="checkbox"/> replaces a previously filed claim, dated: _____ if this claim <input type="checkbox"/> amends		
<b>1. Basis for Claim</b> <input checked="" type="checkbox"/> Goods Sold / Services Performed <input type="checkbox"/> Customer Claim <input type="checkbox"/> Taxes <input type="checkbox"/> Money Loaned <input type="checkbox"/> Personal Injury <input type="checkbox"/> Other _____ <input type="checkbox"/> Retiree benefits as defined in 11 U.S.C. § 1114(a) <input type="checkbox"/> Wages, salaries, and compensation (fill out below) Last four digits of SS #: _____ Unpaid compensation for services performed from _____ to _____ <div style="text-align: center;">(date) (date)</div>		
<b>2. Date debt was incurred:</b> Various-see attached Exhibits A-E		<b>3. If court judgment, date obtained:</b>
<b>4. Total Amount of Claim at Time Case Filed:</b> \$ <u>31,393.31*</u> (unsecured) \$ <u>913.00*</u> (secured) \$ <u>3,638.21</u> (priority) \$ <u>35,944.52*</u> (Total) If all or part of your claim is secured or entitled to priority, also complete Item 5 or 7 below. <input checked="" type="checkbox"/> Check this box if claim includes interest or other charges in addition to the principal amount of the claim. Attach itemized statement of all interest or additional charges.		
<b>5. Secured Claim.</b> <input checked="" type="checkbox"/> Check this box if your claim is secured by collateral (including a right of setoff). Brief Description of Collateral: <input type="checkbox"/> Real Estate <input type="checkbox"/> Motor Vehicle <input checked="" type="checkbox"/> Other <u>setoff/recoupment of prepetition overpayment</u> Value of Collateral: \$ <u>913.00*</u> Amount of arrearage and other charges at time case filed included in secured claim, if any: \$ <u>N/A</u>		<b>7. Unsecured Priority Claim.</b> <input checked="" type="checkbox"/> Check this box if you have an unsecured priority claim Amount entitled to priority \$ <u>3,638.21</u> Specify the priority of the claim: <input type="checkbox"/> Wages, salaries, or commissions (up to \$10,000),* earned within 180 days before filing of the bankruptcy petition or cessation of the debtor's business, whichever is earlier - 11 U.S.C. § 507(a)(3). <input type="checkbox"/> Contributions to an employee benefit plan - 11 U.S.C. § 507(a)(4). <input type="checkbox"/> Up to \$2,225* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use - 11 U.S.C. § 507(a)(6). <input type="checkbox"/> Alimony, maintenance, or support owed to a spouse, former spouse, or child - 11 U.S.C. § 507(a)(7). <input type="checkbox"/> Taxes or penalties owed to governmental units - 11 U.S.C. § 507(a)(8). <input checked="" type="checkbox"/> Other - Specify applicable paragraph of 11 U.S.C. § 507(a)(1). <small>*Amounts are subject to adjustment on 4/1/07 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment. \$10,000 and 180-day limits apply to cases filed on or after 4/20/05. Pub. L. 109-8.</small>
<b>6. Unsecured Nonpriority Claim \$ <u>31,393.31*</u></b> <input checked="" type="checkbox"/> Check this box if: a) there is no collateral or lien securing your claim, or b) your claim exceeds the value of the property securing it, or if c) none or only part of your claim is entitled to priority.		THIS SPACE IS FOR COURT USE ONLY
<b>8. Credits:</b> The amount of all payments on this claim has been credited and deducted for the purpose of making this proof of claim.		
<b>9. Supporting Documents:</b> Attach copies of supporting documents, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, court judgments, mortgages, security agreements, and evidence of perfection of lien. DO NOT SEND ORIGINAL DOCUMENTS. If the documents are not available, explain. If the documents are voluminous, attach a summary. *		
<b>10. Date-Stamped Copy:</b> To receive an acknowledgment of the filing of your claim, enclose a stamped, self-addressed envelope and copy of this proof of claim		
Date <b>Jul. 21. 2006</b>	Sign and print the name and title, if any, of the creditor or other person authorized to file this claim (attach copy of power of attorney, if any): <b>Yoshihiro Nishida</b> <b>Toshi Yasutake, Treasurer/Controller</b>	

Penalty for presenting fraudulent claim: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 and 3571.

\*See attached Exhibits A-E

**EXHIBIT B**

**Stipulation**

TOGUT, SEGAL & SEGAL LLP  
Bankruptcy Conflicts Counsel for Delphi Corporation, *et al.*,  
Debtors and Debtors in Possession,  
One Penn Plaza, Suite 3335  
New York, New York 10119  
(212) 594-5000  
Neil Berger (NB-3599)

Delphi Legal Information Hotline:  
Toll Free: (800) 718-5305  
International: (248) 813-2698

Delphi Legal Information Website:  
<http://www.delphidocket.com>

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

-----X	:	
In re	:	Chapter 11
	:	
DELPHI CORPORATION, <i>et al.</i> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
-----X	:	

**JOINT SETTLEMENT AGREEMENT, STIPULATION, AND  
AGREED ORDER TO PERMIT SETOFF OF OBLIGATIONS BETWEEN  
DELPHI AUTOMOTIVE SYSTEMS, DELPHI MECHATRONICS SYSTEMS,  
INC. AND MURATA ELECTRONICS NORTH AMERICA, INC. AND TO  
RESOLVE OBJECTIONS TO AND REDUCE CLAIM NUMBERS 11052 AND 11053**

**WHEREAS**, on October 8, 2005, Delphi Corporation ("Delphi") and certain of its U.S. subsidiaries (the "Initial Filers") including, without limitation, Delphi Automotive Systems, LLC ("DAS") and Delphi Mechatronic Systems, Inc. ("Mechatronics"), filed voluntary petitions for reorganization relief under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as amended (the "Bankruptcy

**EXHIBIT C**

**Evidence of Transfer of Claim**

# EVIDENCE OF TRANSFER OF CLAIM

TO: Clerk, United States Bankruptcy Court, Southern District of New York

AND TO: MERRILL LYNCH CREDIT PRODUCTS, LLC

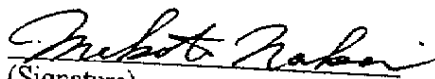
MURATA ELECTRONICS NORTH AMERICA, INC., a corporation organized under the laws of the State of Texas, with offices located at 2200 Lake Park Drive, Smyrna, GA 30080-7604 ("Seller"), for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged and pursuant to the terms of a Transfer of Claim Agreement dated as of the date hereof, does hereby certify that it has unconditionally and irrevocably sold, transferred and assigned to MERRILL LYNCH CREDIT PRODUCTS, LLC, its successors and assigns, with offices located at 4 World Financial Center, 7th Floor, New York, NY 10080 ("Buyer"), all right, title and interest in and to the claims of Seller against Delphi Mechatronic Systems, Inc., docketed as Claim No. 11052 (the "Claim") in the United States Bankruptcy Court, Southern District of New York, Case No. 05-44567, as modified by that certain "Joint Settlement Agreement, Stipulation, And Agreed Order To Permit Setoff Of Obligations Between Delphi Automotive Systems, Delphi Mechatronics Systems, Inc. And Murata Electronics North America, Inc. And To Resolve Objections To And Reduce Claim Numbers 11052 And 11053", dated July 30, 2007, entered August 29, 2007 and September 5, 2005.

Seller hereby waives any notice or hearing requirements imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, and stipulates that an order may be entered recognizing this Assignment of Claim as an unconditional assignment and Buyer herein as the valid owner of the Claim. You are hereby requested to make all future payments and distributions, and to give all notices and other communications, in respect to the Claim to Buyer.

IN WITNESS WHEREOF, dated as of the 7th day of September, 2007.

**MURATA ELECTRONICS NORTH AMERICA, INC.**

WITNESS:

  
(Signature)

Name: Makoto Nakai  
Title: Contract Coordinator  
(Print name and title of witness)

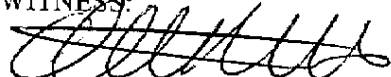
By:   
(Signature of authorized corporate officer)

Name: Yashihiko Nishida  
Title: Treasurer, Corporate Controller  
Tel.: 770-805-3186




**MERRILL LYNCH CREDIT PRODUCTS, LLC**

WITNESS:

  
(Signature)

Name: *Christopher Moon*  
Title:  
(Print name and title of witness)

By:   
(Signature of authorized corporate officer)

Name:  
Title: **Michael Lee**  
Tel.: **Vice President**  
**212 449-4980**

[SIGNATURE PAGE FOR EVIDENCE OF TRANSFER OF CLAIM, DATED SEPTEMBER 7, 2007, BY AND BETWEEN MURATA ELECTRONICS NORTH AMERICA, INC. AND MERRILL LYNCH CREDIT PRODUCTS, LLC]